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Attorneys for Ellen G. Victor in her capacity as holder of Bernard L. Madoff Investment Securities LLC Accounts 1-ZA128-3 and 1-ZA128-4

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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SECURITIES INVESTOR	:	
PROTECTION CORPORATION,	:	
	:	
Plaintiff-Appellant,	:	
	:	SIPA Liquidation
v.	:	(Substantively Consolidated)
	:	Adv. Pro. No. 08-01789
BERNARD L. MADOFF INVESTMENT	:	
SECURITIES LLC,	:	
	:	
Defendants.	:	
	:	

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In re:	:	
	:	
	:	
BERNARD L. MADOFF,	:	
	:	
Debtor.	:	
	:	

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JOINDER OF INTERESTED PARTY ELLEN G. VICTOR, AS HOLDER OF BERNARD L. MADOFF INVESTMENT SECURITIES LLC ACCOUNTS 1ZA128-3 AND 1ZA128-4, IN MEMORANDUM OF LAW FILED BY STERLING EQUITIES ASSOCIATES AND CERTAIN AFFILIATES

For the reasons set forth in the Memorandum of Law of Sterling Equities Associates and Certain Affiliates Regarding Net Equity and Avoidance, filed on November 12, 2009, this court must deny the Trustee's motion and rule that BLMIS customers' "net equity" claims equal the market value, as of the filing date, of the securities positions reflected on the customers' November 30, 2008 account statements.

Dated: November 13, 2009
New York, New York

Respectfully submitted,

DEWEY & LEBOEUF LLP

By: /s/ James P. Smith III
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Securities LLC Accounts IZA128-3 and
IZA128-4*